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ATTORNEYS FOR M&G JEWELERS, INC.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE:

**SEARS HOLDINGS CORPORATION, et al¹,

Debtor.**

Chapter 11

Case No. 18-23538-RDD

(Jointly Administered)

NOTICE OF RECLAMATION BY M&G JEWELERS, INC.

To the extent that 11 U.S.C. § 546 applies and pursuant to instruction from the Debtors' representative, M&G Jewelers, Inc. ("M&G") hereby gives notice that, on November 3, 2018, it

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

served a request for reclamation upon the Debtor and it's counsel. A copy of the request (without enclosures/exhibits) is attached as Exhibit "A."

Dated: November 3, 2018

Respectfully submitted,

BELL NUNNALLY & MARTIN, LLP

/s/ Russell W. Mills

Russell W. Mills

Texas State Bar No. 00784609

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**ATTORNEYS FOR
M&G JEWELERS, INC.**

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the Notice of Reclamation Demand was electronically filed on this 3rd day of November 2018, and served *via CM/ECF* on all parties requesting electronic notification in this case.

/s/ Russell W. Mills

Russell W. Mills



BELLNUNNALLY
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November 3, 2018

VIA FEDERAL EXPRESS OVERNIGHT DELIVERY
and EMAIL (Anthony.BettencourtJr.@searshc.com)

Sears Holding Corporation
c/o T.J. Bettencourt or Authorized Representative
3333 Beverly Road
Hoffman Estates, Illinois 60179

VIA FEDERAL EXPRESS OVERNIGHT DELIVERY
and EMAIL (ray.schrock@weil.com)

Ray Schrock
Weil, Gotshal & Manges, LLP
767 Fifth Avenue
New York, New York 10153

**RE: *In re Sears Holdings Corporation, et al.*, Case No. 18-23538, in the U.S.
Bankruptcy Court for the Southern District of New York
Our File No. 11832.0001**

Dear Sir or Madam:

We represent M&G Jewelers, Inc. ("M&G") in the above-referenced jointly administered chapter 11 cases of Sears Holding Corporation and several of its affiliates (collectively, the "Debtors") commenced on October 15, 2018 (the "Petition Date").

M&G provided repair services to certain jewelry (the "Goods") that was delivered to the Debtors within the forty-five days prior to the Petition Date and within the ordinary course of the Debtors' businesses. Only to the extent that 546(c) of the Bankruptcy Code applies to these services and pursuant to express instruction from the Debtors' representatives, M&G hereby requests the reclamation of the Goods. Details regarding the Goods are attached hereto as Exhibit "A". The total value of the services, as set forth in Exhibit A, is \$385,016.58.

M&G reserves its right to amend, supplement or withdraw this request in the event that other information should come to its attention. The request is not intended, nor should it be construed in any way, to waive or limit M&G's rights and remedies under applicable bankruptcy and non-bankruptcy law. To the extent applicable, M&G reserves the right to assert an administrative claim under section 503(b)(9) of the Bankruptcy Code for goods shipped by M&G and received by the Debtors within twenty (20) days of the Petition Date. Furthermore, M&G reserves the right to assert an administrative claim under section 503(b)(1) of the Bankruptcy Code



BELLNUNNALLY
ATTORNEYS & COUNSELORS

SEARS HOLDING CORPORATION
MR. RAY SCHROCK
NOVEMBER 3, 2018
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with respect to any goods that were delivered to the Debtors on or after the Petition Date for which it has not been paid, to the extent applicable.

Please forward all communication concerning the matters discussed herein to my office as counsel to M&G. Please do not hesitate to contact me with any questions you may have.

Sincerely,

Russell W. Mills

RWM/nls

Enclosure

cc: M&G Jewellery, Inc.